

FILED IN OFFICE

## STATE OF ALABAMA

FEB 23 2006

APPLICATION FOR CERTIFICATE OF AUTHORITY  
OF A FOREIGN CORPORATION TO TRANSACT BUSINESS IN ALABAMA

SECRETARY OF STATE

TO THE SECRETARY OF STATE OF THE STATE OF ALABAMA,

PURSUANT TO THE PROVISIONS OF THE ALABAMA BUSINESS CORPORATION ACT, THE UNDERSIGNED CORPORATION HEREBY APPLIES FOR A CERTIFICATE OF AUTHORITY TO TRANSACT BUSINESS IN ALABAMA AND, FOR THAT PURPOSE, SUBMITS THE FOLLOWING STATEMENTS.

1. The exact name of the corporation:  
PeoplesSouth Bank
2. If your corporate title does not include "Corporation," "Corp," "Incorporated" or "Inc.," one of these must be added for use in Alabama. Please list your exact corporate title with the addition of one of these words.  
Peoples Community Bank
3. State or Country of incorporation: Georgia
4. Date of incorporation: March<sup>16</sup>/1973 Duration of corporation: perpetual
5. Street address of principal office:  
203 Crawford Street, Colquitt, GA 39837
6. Name and street address (NO PO BOX) of registered agent in Alabama:  
Larry Pitchford, 519 Kirkland Street, Abbeville, AL 36310
7. The names and addresses of its directors and officers are:
 

NAME	OFFICE/TITLE	MAILING ADDRESS
<u>Rickey E. Stuckey</u>	<u>CEO/President</u>	<u>P. O. Box 218, Colquitt, GA 39837</u>
<u>Larry Pitchford</u>	<u>Alabama State Pres</u>	<u>P. O. Box 370, Abbeville, AL 36310</u>
<u>Sandra Womble</u>	<u>GA State Pres.</u>	<u>P. O. Box 218, Colquitt, GA 39837</u>
<u>Robert Jackson</u>	<u>FL State Pres.</u>	<u>P. O. Box 6166, Marianna, FL 32447</u>
8. This application is accompanied by a copy of articles of incorporation and all amendments thereto, duly certified by the proper official of the state under the laws of which it is incorporated, together with the filing fee of \$175.00. The non-profit corporation filing fee is \$75.00. The certification by the Secretary of State or the equivalent in your state must be an original and "current" (within six months).
9. Date: February 20, 2006

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Rickey E. Stuckey, CEO/President  
Type or Print Corporate Officer's Name and Title  
Rickey E. Stuckey  
Signature of Officer

MAIL DUPLICATE ORIGINALS OF THIS APPLICATION, A CERTIFIED COPY OF THE CHARTER AND THE FILING FEE TO:  
SECRETARY OF STATE, CORPORATIONS DIVISION, POST OFFICE BOX 5616, MONTGOMERY, ALABAMA 36103-5616  
OF STATE (334)242-5324

CD.2 Rev. 4/2000

Exhibit D

**RESOLUTION BY BOARD OF DIRECTORS OF  
PEOPLESSOUTH BANK  
ADOPTING A FICTITIOUS NAME FOR  
USE IN THE STATE OF ALABAMA**

I, Rickey E. Stuckey, the undersigned do hereby certify that the following is a true, complete and correct copy of a certain resolution of the Board of Directors of PeoplesSouth Bank, a corporation duly organized and existing un the laws of Georgia. The resolution was adopted at a called meeting of the said Board, held on February 16, 2006, a quorum being present, and is se forth in the minutes of said meeting. I further certify that I am the keeper of the corporate seal and of the minutes and records of this corporation and that the resolution has not been rescinded or modified.

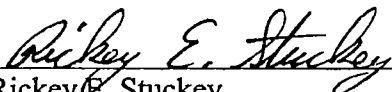
“Be It Resolved PeoplesSouth Bank, organized and existing in the State of Georgia hereby adopts the name **Peoples Community Bank** for use in the State of Alabama for all purposes; and further resolves that the officers of the corporation are authorized and directed to take all steps that they deem necessary and appropriate to qualify the corporation to do business with the State of Alabama un the name of **Peoples Community Bank**; and resolves further that all activities and business of the corporation with the State of Alabama shall be carried out under the name **Peoples Community Bank.**”

IN WITNESS WHEREOF, I herewith subscribe my name and affix the seal of said corporation on this 16<sup>th</sup> day of February, 2006.

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SECRETARY  
OF STATE

  
\_\_\_\_\_  
Rickey E. Stuckey  
Its President